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Proposed Counsel to **VTE Philadelphia, LP**
Debtor and Debtor-in-Possession
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re: _____x_____ Chapter 11
VTE PHILADELPHIA, LP, _____x_____ Case No. 13-10058 (ALG)
Debtor.

**SUPPLEMENTAL DECLARATION OF JOSEPH TYRNAUER PURSUANT TO
LOCAL RULE 1007-2**

STATE OF NEW YORK)
ss.:
COUNTY OF NEW YORK)

Joseph Tyrnauer, an authorized representative of Pier 35 1/2, LLC, the General Partner of the Leser Group, which is the General Partner of VTE Philadelphia, LP, duly declares under the penalties of perjury the following to be true:

1. At the request of the Office of the U.S. Trustee, I am submitting this supplemental affidavit pursuant to Local Bankruptcy Rule 1007-2 in support of the Debtor's petition for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") filed on January 7, 2013 and in further support of venue being appropriate in the Southern District of New York.

2. While the Debtor's sole asset is a parcel of vacant land located at 709-717 North Penn Street, Philadelphia, Pennsylvania (the "Property"), since its formation

substantially all management decisions involving the Debtor have taken place in the Southern District of New York.

3. VTE, a Pennsylvania Limited Partnership formed on August 15, 2005, was established for the sole purpose of purchasing the Property and building a hotel and condominium complex on the Property under the name of Trump Tower, PA (the "Project"). The vast majority of the Debtor's partners are located in the State of New York. All of the Debtor's management team resides in New York City.

4. I have been part of the Debtor's management team since 2005. My duties included raising capital, financing, marketing, construction and design. I was involved in all major decisions of the Debtor including but not limited to retaining architects, investment bankers, real estate agents and contractors.

5. In 2005 the Debtor retained the Multi-Capital Group LLC ("Multi") as its real estate investment banking firm to assist it with the Project. In 2005 Multi was located at 1 Chase Manhattan Plaza, New York, N.Y. All of the Debtor's records were located at Multi's office.

6. The Debtor's then attorneys, Buchanan Ingersoll & Rooney P.C. ("BI&G"), were also located at 1 Chase Manhattan Plaza. The Debtor conducted its management team meetings at BI&G's offices.

7. When the Debtor was initially formed, its management team met almost on a daily basis to coordinate all aspects of the Project at 1 Chase Manhattan Plaza. On or about mid August 2008 Multi moved its offices to 44 Wall Street. The Debtor then moved its books and records and managed its operations from the 44 Wall Street address. Except for a brief period of time when the Debtor operated out of 11

Broadway, New York, N.Y. the Debtor has continuously used to the present time the 44 Wall Street address as its center of operations where its books and records are kept and all key management decisions are made.

8. Once the real estate market collapsed in 2009, the Debtor was unable to complete the Project and consequently the number of management meetings diminished appreciably. Notwithstanding the aforementioned collapse, 44 Wall Street continues to be the principal place of the Debtor's business where its books and records are kept and where all important management decisions are made. In addition, the Debtor lists its 44 Wall Street address on both its Federal and State Tax returns and receives most of its correspondence at that address.

9. The Debtor has never maintained any offices outside of Manhattan other than a sales office in Pennsylvania, which has been closed for several years.

The foregoing is true to the best of my knowledge, information and belief.

s/ Joseph Tyrnauer
Joseph Tyrnauer

Dated: New York, New York
January 17, 2013